

Exhibit 1

Revised Proposed Order

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

<p>In re:</p> <p>Meier's Wine Cellars Acquisition, LLC,</p> <p>Debtor.</p> <p>Tax Identification Number: 87-4305557</p>	<p>Chapter 11</p> <p>Case No. 24-11575 (MFW)</p>
<p>In re:</p> <p>California Cider Co., Inc.,</p> <p>Debtor.</p> <p>Tax Identification Number: 68-0310443</p>	<p>Chapter 11</p> <p>Case No. 24-11581 (MFW)</p>
<p>In re:</p> <p>Girard Winery LLC,</p> <p>Debtor.</p> <p>Tax Identification Number: 94-3385076</p>	<p>Chapter 11</p> <p>Case No. 24-11576 (MFW)</p>
<p>In re:</p> <p>Grove Acquisition, LLC,</p> <p>Debtor.</p> <p>Tax Identification Number: 26-1639465</p>	<p>Chapter 11</p> <p>Case No. 24-11578 (MFW)</p>
<p>In re:</p> <p>Meier's Wine Cellars, Inc.,</p> <p>Debtor.</p> <p>Tax Identification Number: 31-0372300</p>	<p>Chapter 11</p> <p>Case No. 24-11580 (MFW)</p>

<p>In re:</p> <p>Mildara Blass Inc.,</p> <p>Debtor.</p> <p>Tax Identification Number: 94-3261491</p>	<p>Chapter 11</p> <p>Case No. 24-11577 (MFW)</p>
<p>In re:</p> <p>Sabotage Wine Company, LLC,</p> <p>Debtor.</p> <p>Tax Identification Number: 32-0558393</p>	<p>Chapter 11</p> <p>Case No. 24-11579 (MFW)</p>
<p>In re:</p> <p>Splinter Group Napa, LLC,</p> <p>Debtor.</p> <p>Tax Identification Number: 46-5621417</p>	<p>Chapter 11</p> <p>Case No. 24-11587 (MFW)</p>
<p>In re:</p> <p>Thames America Trading Company Ltd.,</p> <p>Debtor.</p> <p>Tax Identification Number: 68-0280696</p>	<p>Chapter 11</p> <p>Case No. 24-11582 (MFW)</p>
<p>In re:</p> <p>Vinesse, LLC,</p> <p>Debtor.</p> <p>Tax Identification Number: 77-0463139</p>	<p>Chapter 11</p> <p>Case No. 24-11583 (MFW)</p>

In re: Vintage Wine Estates, Inc. (CA), Debtor. Tax Identification Number: 20-8782279	Chapter 11 Case No. 24-11584 (MFW)
In re: Vintage Wine Estates, Inc. (NV), Debtor. Tax Identification Number: 87-1005902	Chapter 11 Case No. 24-11585 (MFW)

**ORDER AUTHORIZING THE JOINT
ADMINISTRATION OF THE DEBTORS' CHAPTER 11 CASES**

This matter coming before the Court on the *Motion of the Debtors and Debtors in Possession for an Order Directing the Joint Administration of Their Chapter 11 Cases* (the "Motion"),¹ filed by the above-captioned debtors and debtors in possession (collectively, the "Debtors"); the Court having reviewed the Motion and the First Day Declaration and having considered the statements of counsel and the evidence adduced with respect to the Motion at a hearing before the Court (the "Hearing"); the Court having found that (i) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated as of February 29, 2012, (ii) venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; (iii) this is a core proceeding pursuant to 28 U.S.C. § 157(b); and (iv) notice of the Motion and the Hearing was sufficient under the circumstances; and the Court having determined that

¹ Capitalized terms not otherwise defined herein have the meanings given to them in the Motion.

the legal and factual bases set forth in the Motion and the First Day Declaration and at the Hearing establish just cause for the relief granted herein;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. The above-captioned chapter 11 cases shall be consolidated for procedural purposes only and shall be administered jointly. The Clerk of the Court shall maintain one file and one docket for all of these jointly administered cases, which file and docket for each respective chapter 11 case shall be the file and docket for Meier's Wine Cellars Acquisition, LLC (the "Main Case"), Case No. 24-11575 (MFW).
3. Parties in interest are directed to use the Proposed Caption annexed hereto as Annex 1 when filing pleadings with the Court in the chapter 11 cases of the Debtors indicating that the pleading relates to the jointly administered chapter 11 cases of "Meier's Wine Cellars Acquisition, LLC, et al." The Proposed Caption satisfies the requirements of section 342(c) of the Bankruptcy Code in all respects.
4. A docket entry shall be made on the docket in each of the above-captioned cases (other than the Main Case) substantially as follows:

An order has been entered in this case directing the procedural consolidation and joint administration of the chapter 11 cases of Meier's Wine Cellars Acquisition, LLC, California Cider Co., Inc., Girard Winery LLC, Grove Acquisition, LLC, Meier's Wine Cellars, Inc., Mildara Blass Inc., Sabotage Wine Company, LLC, Splinter Group Napa, LLC, Thames America Trading Company Ltd., Vinesse, LLC, Vintage Wine Estates, Inc. (CA), Vintage Wine Estates, Inc. (NV). The docket of Meier's Wine Cellars Acquisition, LLC, Case No. 24-11575 (MFW), should be consulted for all matters affecting this case.

5. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effectuating a substantive consolidation of the above-captioned Chapter 11 Cases.

6. The Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order.

7. This Court shall retain jurisdiction over any and all matters arising from or related to the implementation or interpretation of this Order.

ANNEX 1

Proposed Caption

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re:

Meier's Wine Cellars Acquisition, LLC,
et al.,¹

Debtors.

Chapter 11

Case No. 24-11575 (MFW)

(Jointly Administered)

[TITLE OF PLEADING OR OTHER DOCUMENT]

¹ The Debtors are the following twelve entities (the last four digits of their respective taxpayer identification numbers, if any, follow in parentheses): Meier's Wine Cellars Acquisition, LLC (5557); California Cider Co., Inc. (0443); Girard Winery LLC (5076); Grove Acquisition, LLC (9465); Meier's Wine Cellars, Inc. (2300); Mildara Blass Inc. (1491); Sabotage Wine Company, LLC (8393); Splinter Group Napa, LLC (1417); Thames America Trading Company Ltd. (0696); Vinesse, LLC (3139); Vintage Wine Estates, Inc. (CA) (2279); and Vintage Wine Estates, Inc. (NV) (5902). The Debtors' noticing address in these chapter 11 cases is 205 Concourse Boulevard, Santa Rosa, California 95403.